

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

-----X

IOVATE HEALTH SCIENCES U.S.A., INC.,)	
IOVATE HEALTH SCIENCES INTERNATIONAL,)	
INC., IOVATE T & P, INC., FLAMMA SpA, and)	
USE TECHNO CORPORATION,)	
)	Case No.: 1:07-cv-00286-JJF
Plaintiffs,)	
)	
-against -)	
)	
WELLNX LIFE SCIENCES INC (d/b/a NV Inc.),)	DECLARATION OF
NXCARE INC., NXLABS INC., SLIMQUICK)	<u>DEREK WOODGATE</u>
LABORATORIES, BIOGENETIX, DEREK)	
WOODGATE, and BRADLEY WOODGATE,)	
)	
Defendants.)	
-----X		

I, Derek Woodgate, declare as follows:

1. I have personal knowledge of the matters set forth in this Declaration and I can testify competently thereto.
2. I am the Chief Executive Officer of Wellnx Life Sciences Inc., formerly known as NxCare, Inc. (“Wellnx”), a Canadian corporation. As Chief Executive Officer, I am familiar with many aspects of Wellnx’s business, including sales, financial activities, distribution, employment, third-party contracts, and management.
3. Wellnx is a corporation organized and existing under the laws of the Province of Ontario, in Canada. Its only office is located in Mississauga, Ontario, where it maintains all of its business records and bank accounts.
4. Wellnx is not registered to conduct business in Delaware.
5. Wellnx does not own any real estate in the State of Delaware and is not

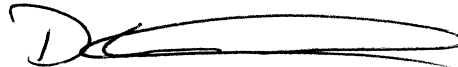
required to pay any taxes in the State of Delaware.

6. I am a resident of Milton, Ontario, in Canada. I have never resided in the State of Delaware. I do not and never have maintained property or other assets located in Delaware. I have never maintained any local telephone listings or bank accounts in Delaware. I have never paid income taxes in Delaware.

7. My involvement as an officer of Wellnx does not require me to travel to or do business in the State of Delaware.

8. I have never been to the State of Delaware. I have never conducted any personal business in Delaware. I have had no personal contact with Delaware that relates to the manufacture, use, offer for sale, sale or importation of Wellnx's nutritional supplements.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this Declaration was executed on July 16, 2007, at Mississauga, Ontario, Canada.

A handwritten signature in black ink, appearing to read 'Derek Woodgate', is written over a horizontal line.

Derek Woodgate

CERTIFICATE OF SERVICE

I hereby certify that on July 16, 2007, I caused the foregoing to be electronically filed with the Clerk of the Court using CM/ECF which will send electronic notification of such filing to the following:

Karen E. Keller, Esquire
YOUNG CONAWAY STARGATT & TAYLOR LLP

Additionally, I hereby certify that true and correct copies of the foregoing were caused to be served on July 16, 2007 upon the following individuals in the manner indicated:

BY EMAIL AND HAND DELIVERY

Josy W. Ingersoll, Esquire
Karen E. Keller, Esquire
YOUNG CONAWAY STARGATT & TAYLOR LLP
The Brandywine Building
100 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899-0391

jingersoll@ycst.com
kkeller@ycst.com

BY EMAIL

Richard L. DeLucia, Esquire
KENYON & KENYON LLP
rdelucia@kenyon.com

Howard J. Shire, Esquire
KENYON & KENYON LLP
hshire@kenyon.com

Jerry Canada, Esquire
KENYON & KENYON LLP
jcanada@kenyon.com

/s/ Rodger D. Smith II

Rodger D. Smith II (#3778)